

THE COMPANIES ORDINANCE, 1984  
[Section 86(3)]

CIRCULAR TO BE SENT TO MEMBERS ALONGWITH THE NOTICE OFFERING  
NEW SHARES

**Part I**

**MATERIAL INFORMATION ABOUT THE AFFAIRS OF THE COMPANY**

1. Name of the company \_\_\_\_\_
2. Status (i.e. whether public or private.  
If public, listed or non-listed. \_\_\_\_\_
3. Full address of Registered Office. \_\_\_\_\_  
\_\_\_\_\_
4. Date of incorporation. \_\_\_\_\_
5. Date of commencement of business. \_\_\_\_\_
6. Names, addresses of the chief executive /  
directors (where such person is already a  
director or chief executive or other officer of  
any other company, the name of such other  
company and the office held therein). \_\_\_\_\_  
\_\_\_\_\_
7. Existing capital indicating classes of shares, if  
any.
  - (i) Authorised Divided into \_\_\_\_\_  
Shares of Rs. \_\_\_\_\_ each
  - (ii) Subscribed Divided into \_\_\_\_\_  
Shares of Rs. \_\_\_\_\_ each
  - (iii) Paid-up Divided into \_\_\_\_\_  
Shares of Rs. \_\_\_\_\_ each
  - (iv) Redeemable capital indicating nature  
thereof or any commitment for issuing it. \_\_\_\_\_  
\_\_\_\_\_
8. Particulars regarding holding company, if any. \_\_\_\_\_  
\_\_\_\_\_
9. Particulars of the company's existing business  
operations / projects / units. \_\_\_\_\_
10. Particulars regarding subsidiaries, if any. \_\_\_\_\_  
\_\_\_\_\_

11. Any change expected or planned in items 8 to 10 above. \_\_\_\_\_
12. Profits/Losses, dividend/bonus declared during the preceding three years (or such shorter period for which the company may have issued accounts).  
\_\_\_\_\_

YEAR	PROFIT/(LOSS)	CASH DIVIDEND	STOCK BONUS
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

13. Profits/Losses of subsidiaries, if any, not accounted for or reflected in the holding company's own accounts in the last three years. \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

<sup>1</sup>[14. Where the figures of last year's profit/loss are for a period more than six months prior to the issue of the circular, information in regard to profit/loss for the six months following the date of the last accounts should also be provided.]

**PART II**  
**NECESSITY FOR THE ISSUE**

15. Amount of the proposed issue. Rs. \_\_\_\_\_  
Divided into \_\_\_\_\_ shares  
of Rs. \_\_\_\_\_ each
16. Whether consent of the Controller of the Capital Issues obtained (If not necessary a statement to this effect) \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_
17. Proportion of new issue to existing shares with any condition applicable thereto \_\_\_\_\_  
\_\_\_\_\_
18. Purpose of the represent issue specifying the main projects/objects for which additional funds required. \_\_\_\_\_  
\_\_\_\_\_
19. Expected benefits in profitability or otherwise likely to accrue from the proposed issue. \_\_\_\_\_  
\_\_\_\_\_

\_\_\_\_\_

20. Date by which offer to be accepted and mode of acceptance. \_\_\_\_\_  
\_\_\_\_\_

21. Any other material information having a bearing on the issue. \_\_\_\_\_  
\_\_\_\_\_

Directors or officer  
Authorised by directors.  
Signature(s)

Date \_\_\_\_\_ [Names(s) in block letters]

Place \_\_\_\_\_

[Designation(s)]

This circular should be signed by all the Directors or an officer authorised by the Directors.

Note:-

(1) Column Nos.<sup>2</sup>[5, 6 and 12] of Part-I shall not apply to a circular issued by a private company.

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<sup>1</sup> Item 14 substituted by Notification No.SRO 896(I)/86, dated September 28, 1986.

<sup>2</sup> Substituted for "5 and 6" by Notification No.SRO 896(I)/86, dated September 28, 1986.